

Form 62-103F1

Required Disclosure under the Early Warning Requirements

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

Units of International Metals Mining Corp. (the “**Company**”), 33 Heritage Peak Road, Port Moody, British Columbia, V3H 0H5, Canada

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

This report is made pursuant to the provisions of National Instrument 62-103 and Section 5.2(1) of National Instrument 62-104 in connection with acquisition (“**Acquisition**”) of 2,666,666 units (the “**Units**” and each, a “**Unit**”) of the Company. Each Unit consists of one (1) common share of the Company (“**Share**”) and one-half (1/2) of one (1) Share purchase warrant of the Company, whereby each whole Share purchase warrant of the Company (“**Warrant**”) is exercisable at \$0.15 into an additional Share of the Company. The Units were acquired pursuant to a debt settlement agreement (the “**Agreement**”).

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

James Thurston (the “**Acquiror**”)
698 Nicol Street
Nanaimo, BC V9R 4T9

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

The transaction described in item 1.2 above took place effective March 26, 2025. The Acquiror acquired direct ownership of the Units pursuant to the Agreement. The Units represent 2,666,666 Shares and 1,333,333 Warrants, representing approximately 19.13% of the Company’s issued and outstanding Shares as of March 26, 2025 on a non-diluted basis and 26.19% on a partially diluted basis, resulting in a corresponding change to the aggregate percentage ownership of the Company by the Acquiror. The Warrants contain a provision that prevents the Acquiror from exercising such number of Warrants that would result in the Acquiror, together with any person acting jointly or in concert with the Acquiror, from owning, controlling or directing, directly or indirectly, Shares that represent more than 19.99% of the issued and outstanding Shares.

2.3 State the names of any joint actors.

Not applicable

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s security holding percentage in the class of securities.

Immediately following the completion of the Acquisition, the Acquiror directly held 2,666,666 Shares and 1,333,333 Warrants, representing approximately 19.13% of the Company's issued and outstanding Shares as of March 26, 2025 on a non-diluted basis and 26.19% on a partially diluted basis. The Warrants contain a provision that prevents the Acquiror from exercising such number of Warrants that would result in the Acquiror, together with any person acting jointly or in concert with the Acquiror, from owning, controlling or directing, directly or indirectly, Shares that represent more than 19.99% of the issued and outstanding Shares.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.

The Acquiror acquired direct ownership of the Units.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable

3.4 State the designation and number or principal amount of securities and the acquiror's security holding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

See Item 3.1 above.

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

See Item 3.1 above.

(b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and

Not applicable

(c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.

Not applicable

3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

Not applicable

3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.

Not applicable

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

Not applicable

Item 4 – Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

The Units were acquired pursuant to the Agreement. Each Unit has a deemed value of \$0.075 for aggregate deemed consideration of \$200,000.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.**

See Item 4.1 above.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.**

See Item 4.1 above.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;**

- (f) a material change in the reporting issuer's business or corporate structure;
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (j) a solicitation of proxies from securityholders;
- (k) an action similar to any of those enumerated above.

The holdings of securities of the Company by the Acquiror are managed for investment purposes. The Acquiror may, in future, increase or decrease his ownership, control or direction over the Issuer's securities through market transactions, private agreements, or otherwise.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Not applicable

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable

Item 9 – Certification

Certificate

I, as the Acquiror, certify, or I, as the agent filing this report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

Dated this 31st day of March, 2025.

/s/ James Thurston
James Thurston